



\$15
GE Capital
Railcar Services

General Electric Railcar Services Corporation
A unit of General Electric Capital Corporation
33 West Monroe St., Chicago, IL 60603
312 853-5000

April 1, 1991

Mr. Sidney L. Strickland, Secretary
Interstate Commerce Commission
12th and Constitution - Room 2215
Washington, D.C. 20423
ATTN: Mildred Lee

118333
APR 2 1991 2 45 PM
INTERSTATE COMMERCE COMMISSION
1-092A042
APR 2 2 39 AM '91

Dear Ms. Lee:

Enclosed for filing and recordation pursuant to the provisions of 49 U.S.C. SECTION 11303, are two originals of the following document:

Equipment Schedule No. 4 dated as of March 26, 1991, by and between General Electric Railcar Leasing Services Corporation ("GE Rail") [successor by merger to General Electric Railcar Brae Services Corporation], assignee of the interest of BRAE Transportation and the Little Rock & Western Railway Corporation, dated as of February 9, 1983.

For purposes of this filing, this Equipment Schedule No. 4 to the Lease Agreement shall relate only to those one hundred fifty eight (158) railcars marked as follows:

LRWN 12004, 12005, 12207 thru 12011; 12013, 12015, 12016, 12017, 12020, 12021, 12024, 12025, 12026, 12032, 12033, 12038, 12041, 12042, 12044, 12047, 12049, 12051, 12053, 12056 thru 12059; 12061, 12065, 12066, 12067, 12070, 12071, 12072, 12075, 12076, 12077, 12083 thru 12086; 12091, 12092, 12093, 12095, 12098, 12099, 16127, 16172, 16174, 16175, 16204, 16211, 16229, 16232, 16288, 16339, 16436, 16493, 260225, 260226, 260228, 260229, 260230, 260232, 260233, 260236 thru 260246; 260248, 260249, 260250, 260252 thru 260257; 260260 thru 260279; 260282 thru 260288; 260291 thru 260311; 260313 thru 260318; 260321 thru 260324.

It is also requested that Equipment Schedule No. 4 be filed and recorded under the names of the parties as:

OWNER-TRUSTEE: Manufacturers National Bank of Detroit
100 Renaissance Center
Detroit, Michigan 48243

and

OWNER: Ford Motor Credit Company
The American Road Trust No. 1
P.O. Box 1729

Interstate Commerce Commission

March 20, 1991

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Dearborn, MI 4812 1

MANAGER/LESSOR: General Electric Railcar
Leasing Services Corporation

LESSEE: Little Rock & Western Railway Corporation
Highway 10 & Railroad
P.O. Box 386
Perry, Arkansas 72125

It is requested that this document be filed and recorded under the names of the parties as set forth above, we also request that you file and record the Equipment Schedule No. 4 using the previously recorded and assigned recordation number 11833, as the request relates to that certain Trust Agreement, dated as of March 1, 1980, between Ford Motor Credit Company, and BRAECAR, Inc. "Owners", and Manufactures National Bank of Detroit as Trustee of the railcars listed on Equipment Schedule No. 3 to the Amendment Agreement referenced above.

Also enclosed is a check in the amount of fifteen dollars (\$15.00) for the required recordation fee.

Please return: 1. Your letter acknowledging the filing, 2. A receipt for the filing fee, 3. the enclosed copy of this letter and 4. the original and 2 copies of the Equipment Schedule No. 4 all stamped with your official recordation information.

Very truly yours,

GENERAL ELECTRIC RAILCAR LEASING
SERVICES CORPORATION



Doris M. Helebrandt
Contract Administrator

dmh
enclosures

Interstate Commerce Commission 4/8/91
Washington, D.C. 20423

OFFICE OF THE SECRETARY

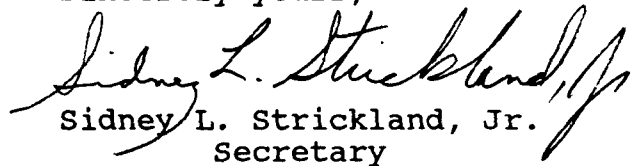
Doris M. Helebrandt
General Electric Railcar Corp.

A Unit Of General Electric Capitol Corp.
33 West Monroe Street
Chicago, Illinois 60603

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 4/2/91 at 2:45pm, and assigned recordation number(s). 11833-W

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

EQUIPMENT SCHEDULE NO. 4

11833-W
APR 2 1991 -2 45 PM

INTERSTATE COMMERCE COMMISSION

General Electric Railcar Leasing Services Corporation ("GE Rail") [successor by merger to General Electric Railcar Brae Services Corporation], assignee of the interest of BRAE Transportation, Inc., hereby makes available the following railcars to Little Rock & Western Railway Corporation ("LRWN"), pursuant to that certain Agreement dated as of February 9, 1983, as amended (the "Agreement").

<u>Number of Cars</u>	<u>Description</u>	<u>Car Markings and Car Numbers</u>
349	Railcars	LRWN 1178-1199 (22) 2190-2192 (3) 5415-5424 (10) 5530-5565 (36) 8005, 8007, 8009, 8011 (4) 8013-8016, 8018-8019 (6) 8021-8023, 8025-8026 (5) 8029, 8031, 8034, 8036 (4) 8045-8047, 8049-8051 (6) 8053-8056, 8058-8061 (8) 9051-9100, 10050-10053 (54) 10191-10194 (4) 12004, 12005, 12007-12011 (7) 12013, 12015-12017 (4) 12020, 12021, 12024-12026 (5) 12032, 12033, 12038, 12041 (4) 12042, 12044, 12047, 12049 (4) 12051, 12053, 12056-12059 (6) 12061, 12065-12067 (4) 12070-12072, 12075-12077 (6) 12083-12086, 12091-12093 (7) 12095, 12098, 12099 (3) 16127, 16172, 16174, 16175 (4) 16204, 16211, 16229, 16232 (4) 16288, 16339, 16436, 16493 (4) 260126, 260150, 260197 (3) 260201, 260203, 260205-260209 (7) 260212-260214, 260216, 260217 (5) 260219, 260221, 260223 (3) 260225-260233, 260235-260280 (55) 260282-260288, 260290-260311, (29) 260313-260318 (6) 260321-260324, 260449 (5) 260457, 260461, 260471 (3) 260508, 260510, 260520 (3) 260524, 260525, 260531 (3) 260537, 260539, 260541 (3)

Up to 51

(Specific Numbers to
Follow)

THIS SCHEDULE AND/OR THE AGREEMENT MAY BE ASSIGNED BY GE RAIL BUT NOT BY LRWN.

THE CARS ARE DELIVERED "AS IS" AND "WITH ALL FAULTS". GE RAIL DISCLAIMS ALL WARRANTIES, BOTH EXPRESSED AND IMPLIED, INCLUDING WITHOUT LIMITATION, ALL WARRANTIES OF MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE, INFRINGEMENT OR INTERFERENCE.

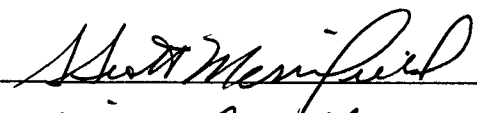
THIS SCHEDULE AND THE AGREEMENT REPRESENT THE ENTIRE AGREEMENT BETWEEN GE RAIL AND LRWN WITH RESPECT TO THE CARS IDENTIFIED HEREON AND MAY NOT BE MODIFIED OR AMENDED EXCEPT BY A WRITING SIGNED BY BOTH PARTIES.

GE Rail and LRWN hereby agree that this Equipment Schedule No. 4 shall supercede Equipment Schedule No. 3 and that such Equipment Schedule No. 3 shall become null and void as of the date hereof.

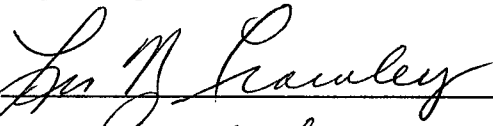
GE Rail and LRWN hereby incorporate by reference all of the terms, conditions and provisions of the Agreement in this Schedule.

IN WITNESS WHEREOF, the parties hereto have executed this Schedule as of MARCH 26, 1991.

GENERAL ELECTRIC RAILCAR
LEASING SERVICES CORPORATION

By 
Title Vice President
Date 3/28/91

LITTLE ROCK & WESTERN RAILWAY
CORPORATION

By 
Title President
Date 3/26/91

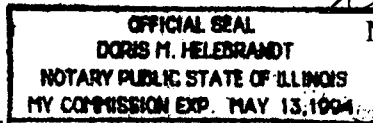
STATE OF ILLINOIS

COUNTY OF COOK

)
) ss.
)

On this 28TH day of MARCH, 1991, before me personally appeared G. SCOTT MERRIFIELD, to me personally known, who being by me duly sworn says that such person is VICE-PRESIDENT of General Electric Railcar Leasing Services Corporation, and that the foregoing Equipment Schedule No. 4 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

[seal]



Doris M Helebrandt
Notary Public

My commission expires: _____

STATE OF

ALABAMA

)
) ss.
)

COUNTY OF

HOUSTON

On this 26th day of March, 1991, before me personally appeared Leo N. Crowley, to me personally known, who being by me duly sworn says that such person is President of Little Rock & Western Railway Corporation and that the foregoing Equipment Schedule No. 4 was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

[seal]

Linda Gray
Notary Public

My commission expires: MY COMMISSION EXPIRES SEPT. 14, 1992

State of California)
County of San Francisco) ss.

On this 31 day of May in the year 1989, before me Suzanne Guido,
Notary Public, personally appeared Leann Lloyd personally known to me
to be the person who executed the within instrument as Assistant Vice President
on behalf of the corporation therein named and acknowledged to me that the
corporation executed it.

Suzanne Guido
Notary Public

My commission expires:

8/14/89

